

Form 51-102F3
Material Change Report

PART 1 GENERAL INSTRUCTIONS AND INTERPRETATION

(a) Confidentiality

If this Report is filed on a confidential basis, state in block capitals "CONFIDENTIAL" at the beginning of the Report.

(b) Use of "Company"

Wherever this Form uses the word "company" the term includes other types of business organizations such as partnerships, trusts and other unincorporated business entities.

(c) Numbering and Headings

The numbering, headings and ordering of the items included in this Form are guidelines only. You do not need to include the headings or numbering or follow the order of items in this Form. Disclosure provided in response to any item need not be repeated elsewhere.

(d) Defined Terms

If a term is used but not defined in this Form, refer to Part 1 of National Instrument 51-102 and to National Instrument 14-101 *Definitions*. If a term is used in this Form and is defined in both the securities statute of a local jurisdiction and in National Instrument 51-102, refer to section 1.4 of Companion Policy 51-102CP.

(e) Plain Language

Write the Report so that readers are able to understand it. Consider both the level of detail provided and the language used in the document. Refer to the plain language principles listed in section 1.5 of Companion Policy 51-102CP. If you use technical terms, explain them in a clear and concise manner.

PART 2 CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BHK Resources Inc. ("BHK")
1600 - 400 Burrard Street
Vancouver, B.C., V6C 3A6

Item 2 Date of Material Change

November 22, 2013

Item 3 News Release

A news release was disseminated on November 22, 2013 through the facilities of Stockwatch.

Item 4 Summary of Material Change

BHK has completed the first tranche of its private placement generating aggregate gross proceeds of \$260,000 through the sale of 2,600,000 shares at a price of \$0.10 per share.

Item 5 Full Description of Material Change

An aggregate of 2,600,000 shares were sold at a price of \$0.10 per share.

All securities issued in the initial closing are subject to a hold period in Canada expiring on March 23, 2014. The Company intends to use the net proceeds from the private placement, which is subject to the approval of the TSX Ventures Exchange to identify and evaluate potential Qualifying Transactions in accordance with the policies of the Exchange.

Participation in the private placement by an insider of the Company was approved by the independent directors of the Company, and was on the same terms as the arm's length investors. A director, Candra Kartorahardjo, indirectly subscribed to 1,000,000 shares, or approximately 7.63% of the common shares of the Company, and now has 1,500,000 shares, or approximately 11.45% of the common shares of the Company. Timothy Sudjie indirectly subscribed to 1,000,000 shares, and now has 2,000,000 shares, or approximately 15.27% of the common shares of the Company. Because he now owns, directly or indirectly, more than 10% of the common shares of the Company, Mr. Sudjie is now an insider of the Company. No finder's fee was paid with respect to the Offering.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Peter Hughes is knowledgeable about the material change and the Report and may be contacted (604) 802-7372

Item 9 Date of Report

November 22, 2013